UNITED STATES DISTRICT COURT DISTRICT OF MINNESOTA

In Re: RFC and ResCap Liquidating Trust Litigation

Court File No. 13-cv-3451 (SRN/HB)

This document relates to:

Residential Funding Company, LLC v. Branch Banking & Trust Co., No. 13-cv-3513

STIPULATION OF DISMISSAL WITH PREJUDICE

The parties, by and through their undersigned counsel, hereby stipulate that this action is and shall be dismissed in its entirety with prejudice pursuant to Federal Rule of Civil Procedure 41(a)(1)(A)(ii), with each party to bear its own attorneys' fees, costs, and expenses.

Dated: October 31, 2016

FELHABER LARSON

By: <u>s/Donald G. Heeman</u>

Donald G. Heeman, #286023
Jessica J. Nelson, #347358
220 South Sixth Street, Suite 2200
Minneapolis, MN 55402-4504
Telephone: (612) 339-6321
Facsimile: (612) 338-0535
dheeman@felhaber.com
inelson@felhaber.com

QUINN EMANUEL URQUHART & SULLIVAN, LLP

Peter E. Calamari (*pro hac vice*) Isaac Nesser (*pro hac vice*) David Elsberg (*pro hac vice*) 51 Madison Avenue, 22nd Floor

New York, NY 10010 Telephone: (212) 849-7000 Facsimile: (212) 849-7100

PeterCalamari@quinnemanuel.com IsaacNesser@quinnemanuel.com DavidElsberg@quinnemanuel.com

CARPENTER LIPPS & LELAND LLP

Jeffrey A. Lipps (pro hac vice)
Jennifer A.L. Battle (pro hac vice)
280 Plaza, Suite 1300
280 North High Street
Columbus, Ohio 43215
Telephone: (614) 365-4100
Facsimile: (614) 365-9145

Facsimile: (614) 365-9145 lipps@CarpenterLipps.com battle@CarpenterLipps.com

QUINN EMANUEL URQUHART & SULLIVAN, LLP

Anthony P. Alden (*pro hac vice*) Johanna Ong (*pro hac vice*) 865 S. Figueroa Street, 10th Floor Los Angeles, CA 90017

Telephone: (213) 443-3000 Facsimile: (213) 443-3100

AnthonyAlden@quinnemanuel.com JohannaOng@quinnemanuel.com

Attorneys for Plaintiff Residential Funding Company, LLC

Dated: October 31, 2016 MCGUIREWOODS LLP

By: s/ Jason D. Evans

William C. Mayberry (pro hac vice)
Jason D. Evans (pro hac vice)
Andrew Atkins (pro hac vice)
201 N. Tryon Street
Charlotte, North Carolina 28202
Telephone: (704) 343-2000
Facsimile: (704) 343-2300
BMayberry@mcguirewoods.com
JEvans@mcguirewoods.com
AAtkins@mcguirewoods.com

LINDQUIST & VENNUM LLP

Mark A. Jacobson, #188943 Kelly G. Laudon, #036854 4200 IDS Center 80 South Eighth Street Minneapolis, MN 55402-2274 Telephone: (612) 371-3211 Facsimile: (612) 371-3207 mjacobson@lindquist.com

Attorneys for Brank Banking & Trust Company

klaudon@lindquist.com